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9 *Attorneys for Defendants Bernard McPheely,*
10 *Karl Leaverton, Gerald McGuire and Lewis Smoak*

11 **UNITED STATES DISTRICT COURT**
12 **DISTRICT OF NEVADA**

13 THEODURUS STROUS,
14 DERIVATIVELY ON BEHALF OF SCIO
15 DIAMOND TECHNOLOGY CORP.,

16 Plaintiff,

17 v.

18 BERNARD MCPHEELY, KARL
19 LEAVERTON, GERALD MCGUIRE,
20 LEWIS SMOAK, ADAMAS ONE CORP.
21 and JOHN G. GRDINA,

22 Defendants,

23 and

24 SCIO DIAMOND TECHNOLOGY
25 CORP.,

26 Nominal Defendant.

Case No. 22-cv-00256-JCM-EJY

**DECLARATION OF JOHN A.
SULLIVAN IN SUPPORT OF
DEFENDANTS' MOTION TO
DISMISS PLAINTIFF'S SECOND
AMENDED VERIFIED COMPLAINT**

27 John A. Sullivan, under penalty of perjury, deposes and states as follows:

28 1. I am an attorney with the law firm of Best and Flanagan LLP and am one of the
lawyers representing Defendants Bernard McPheely, Karl Leaverton, Gerald McGuire and Lewis
Smoak, in the above-entitled matter. I submit this declaration in support of Defendants' Motion
to Dismiss Plaintiff's Second Amended Verified Complaint. I declare that all statements in this

1 declaration are true and correct, and are based on first-hand personal knowledge.

2 2. Attached hereto as **Exhibit A** is a true and correct copy of Scio's Form 8-K filed
3 on or about December 11, 2018, obtained through the U.S. Securities and Exchange
4 Commission's ("SEC") Electronic Data Gathering, Analysis, and Retrieval ("EDGAR") system.

5 3. Attached hereto as **Exhibit B** is a true and correct copy of Scio's Form 8-K filed
6 on or about February 7, 2019, obtained through the SEC's EDGAR system.

7 4. Attached hereto as **Exhibit C** is a true and correct copy of Scio's Preliminary
8 Proxy Statement, Schedule 14A, filed on or about February 8, 2019, obtained through the SEC's
9 EDGAR system.

10 5. Attached hereto as **Exhibit D** is a true and correct copy of Scio's Definitive Proxy
11 Statement, Schedule 14A, filed on or about May 17, 2019, obtained through the SEC's EDGAR
12 system.

13 6. Attached hereto as **Exhibit E** is a true and correct copy of the Order Instituting
14 Proceedings Pursuant to Section 12(j) of the Securities Exchange Act of 1934, Making Findings,
15 and Revoking Registration of Securities, filed on or about August 9, 2019, obtained through the
16 SEC's EDGAR system.

17 7. Attached hereto as **Exhibit F** is a true and correct copy of Adamas One Corp.'s
18 ("Adamas") Form S-1 filed on or about May 31, 2022, obtained through the SEC's EDGAR
19 system.

20 8. Attached hereto as **Exhibit G** is a true and correct copy of the Amended Asset
21 Purchase Agreement and Second Addendum, Exhibit 1.2(b) to Adamas' Form S-1 filed on or
22 about May 31, 2022, obtained through the SEC's EDGAR system.

23 9. Attached hereto as **Exhibit H** is a true and correct copy of the Amended
24 Registration Rights Agreement, Exhibit 4.2 to Adamas' Form S-1, filed on or about May 31,
25

1 2022, obtained through the SEC's EDGAR system.

2 I declare under penalty of perjury that everything I have stated in this document is
3 true and correct.

4 Executed in Ramsey County, State of Minnesota on the 17th day of February,
5 2023.

6
7 /s/ John A. Sullivan

8 John A. Sullivan, Esq.

9 (Pro Have Vice)

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